

Exhibit A

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

TRUEEX, LLC, and TRUEPTS, LLC

Plaintiffs,

-against-

MARKITSERV LIMITED, AND
MARKITSERV, LLC.

Defendants.

Civil Action No. 17-cv-03400

**STIPULATED STANDSTILL
AGREEMENT AND [PROPOSED]
SCHEDULING ORDER**

WHEREAS, on May 8, 2017, Plaintiffs trueEX, LLC and truePTS, LLC (together, “trueEX”) filed a complaint in the above-captioned action against Defendants MarkitSERV Limited and MarkitSERV, LLC (together, “MarkitSERV”);

WHEREAS, trueEX intends to file a motion for a preliminary injunction;

NOW, THEREFORE, IT IS HEREBY STIPULATED AND AGREED:

1. Standstill Agreement.

a. MarkitSERV agrees to toll the effective date of the termination of the Services Agreement, as defined in paragraph 53 of the Complaint until the earlier of (i) a court’s ruling on trueEX’s forthcoming motion for Preliminary Injunction, or (ii) July 24, 2017 (the “Tolling Period.”). During this Tolling Period, the Services Agreement shall remain in effect, and the parties shall have the same rights and obligations as if the Services Agreement had not been terminated.

b. Unless the Court grants a preliminary injunction enjoining the termination of the Services Agreement, the Services Agreement will be terminated effective 5 days after the end of the Tolling Period.

2. Preliminary Injunction Hearing Schedule.

a. The parties shall jointly request that the Court schedule a preliminary injunction hearing on July 24, 2017.

b. trueEX shall move for a preliminary injunction 40 days prior to the scheduled preliminary injunction hearing. MarkitSERV shall file its response 10 days prior to the scheduled preliminary injunction hearing. trueEX shall file any reply 3 days prior to any preliminary injunction hearing.

c. Once a hearing date is scheduled, the parties shall meet and confer to adjust the dates as necessary to avoid weekend filings.

3. Expedited Discovery.

a. Within five business days from the filing of this Stipulation, each party shall serve upon the other initial document requests. Such requests shall be limited to 6 custodians, shall be limited to readily-accessible information that is necessary to decide trueEX's anticipated preliminary injunction motion, and shall not require production of database information. A party may request additional custodians, and the opposing party may object to, if the party has a good-faith basis to believe that the additional custodians are likely to have in their possession, custody, or control information that is necessary to decide trueEX's anticipated preliminary injunction motion.

b. The responding party shall have 7 days to serve objections, and shall produce readily-available information that is responsive to any non-objectionable request within 15 days of service.

c. Parties shall produce privilege logs at least 15 days before the preliminary injunction hearing.

d. The parties may also serve Rule 45 subpoenas, and the period by which non-parties must respond to such subpoenas shall be reduced to 7 days.

e. All information produced by any party or non-party shall be presumptively treated as outside counsel's eyes only pending entry of a Protective Order.

f. Each side may take up to 4 party depositions, 1 deposition pursuant to Federal Rule of Civil Procedure 30(b)(6), and 2 depositions of third parties. Depositions, including any 30(b)(6) depositions, shall be limited to 7 hours. Each side may also take the

deposition of any witness who has not been deposed who has submitted a declaration or affidavit, or appears on a parties' witness list (if any) for the preliminary injunction hearing.

g. trueEX shall submit any expert report within 36 days. MarkitSERV shall submit any expert report within 51 days. The parties shall meet and confer concerning expert depositions and any additional expedited discovery procedures that they may require. All deadlines in this paragraph (g) shall run from the filing of this Stipulated Standstill Agreement and Proposed Scheduling Order.

4. Defendants' Obligation to Respond to the Complaint. MarkitSERV's response to the complaint shall be due 30 days following the Court's ruling on trueEX's Motion for Preliminary Injunction.

5. All Rights Reserved. Nothing in this Stipulated Standstill Agreement and Proposed Scheduling Order shall waive any defense a Party may have, including personal jurisdiction and venue.

DATED: May 10, 2017

QUINN EMANUEL URQUHART &
SULLIVAN LLP
DANIEL L. BROCKETT
THOMAS J. LEPRI
KANIKA SHAH

/s/ Daniel L. Brockett

DANIEL L. BROCKETT

51 Madison Avenue, 22nd Floor
New York, NY 10010
Telephone: 212/849-7000
212/849-7100 (fax)
danbrockett@quinnemanuel.com
thomaslepri@quinnemanuel.com
kanikashah@quinnemanuel.com

Attorneys for Plaintiffs trueEX, LLC and truePTS, LLC

DATED: May 10, 2017

PROSKAUER ROSE LLP
BRADLEY I. RUSKIN
COLIN KASS (*pro hac* motion forthcoming)
SCOTT EGGERS
DAVID A. MUNKITTRICK

/s/ Bradley I. Ruskin

BRADLEY I. RUSKIN

11 Times Square	1001 Pennsylvania Ave, N.W.
New York, NY 10036	Suite 600 South
Telephone: 212/969-	Washington, DC 20004-2533
3000	Telephone: 202/416-6890
212/969.2900 (fax)	202/416-6899 (fax)

BRuskin@proskauer.com
CKass@proskauer.com
SEggers@proskauer.com
DMunkittrick@proskauer.com

Attorneys for Defendants MarkitSERV Limited and
MarkitSERV, LLC

IT IS SO ORDERED.

DATED: _____

THE HONORABLE LEWIS A. KAPLAN
UNITED STATES DISTRICT JUDGE